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OF COUNSEL  
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RECORDATION NO. 20892-K FILED

JUN 18 '08 -10 00 AM

SURFACE TRANSPORTATION BOARD

June 18, 2008

Anne K. Quinlan, Esquire  
Acting Secretary  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Release of Lien of Indenture Supplement No. 1 to the Trust Indenture, Assignment of Lease and Security Agreement, dated as of May 1, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Numbers 20892-A, 20892-C and 20892-D.

The name and address of the party to the enclosed document are:

Secured Party: Wells Fargo Bank Northwest, National  
Association  
299 South Main Street,  
Salt Lake City, UT 84111

[Debtor: M&T Credit Services, LLC  
One M&T Plaza  
Buffalo, NY 14240]

Anne K. Quinlan, Esquire  
June 18, 2008  
Page 2

A description of the railroad equipment covered by the enclosed document is:

83 railcars TERMINATED: MBLX 80020 - MBLX 80102.

A short summary of the document to appear in the index is:

Partial Release of Lien of Indenture Supplement No. 1 to the Trust Indenture, Assignment of Lease and Security Agreement.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Robert W. Alvord', with a stylized, flowing script.

Robert W. Alvord

RWA/sem  
Enclosures

RECORDATION NO. 20892-K  
FILED

**PARTIAL RELEASE OF LIEN  
OF INDENTURE SUPPLEMENT NO. 1 TO THE TRUST INDENTURE, ASSIGNMENT  
OF LEASE AND SECURITY AGREEMENT**

JUN 18 '08 - 10 00 AM  
SURFACE TRANSPORTATION BOARD

**(Surface Transportation Board)**

THIS PARTIAL RELEASE OF LIEN OF INDENTURE SUPPLEMENT NO. 1 TO THE TRUST INDENTURE, ASSIGNMENT OF LEASE AND SECURITY AGREEMENT (this "Partial Release") is given this 1<sup>st</sup> day of May, 2008, by WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION (the "Secured Party"), witnesseth:

The Secured Party, as successor indenture trustee, and M&T Credit Services, LLC, as successor debtor (the "Debtor"), are parties to that certain Indenture Supplement No. 1 to that certain Trust Indenture, Assignment of Lease and Security Agreement, each dated as of September 30, 1997 (collectively, the "Indenture").

The Secured Party, as successor indenture trustee, and the Debtor, as successor debtor, are also parties to that certain Memorandum of Indenture bearing Surface Transportation Board Recordation No. 20892-A, Memorandum of Indenture Supplement No. 1 bearing Surface Transportation Board Recordation No. 20892-C and Memorandum of Lease Assignment bearing Surface Transportation Board Recordation No. 20892-D, each dated September 30, 1997 (collectively, the "Memoranda").

NOW, THEREFORE, in consideration of the premises contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Secured Party hereto submits the following:

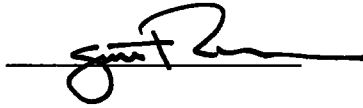
1. The Secured Party releases any lien against the railcars described in Exhibit A attached hereto and made a part hereof (collectively, the "Released Railcars") created by or arising out of the Indenture and the Memoranda.
2. This Partial Release does not affect any right of the Secured Party to, or the lien of the Secured Party evidenced by the Memoranda on, any of the remaining railcars subject to the Indenture and the Memoranda.
3. This Partial Release shall be recorded with the Surface Transportation Board so as to record the release of the lien against the Released Railcars constituted by the Indenture and the Memoranda.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

IN WITNESS WHEREOF, the Secured Party has caused this Partial Release to be duly executed under seal as of the date first above written.

WITNESS:

WELLS FARGO BANK NORTHWEST,  
NATIONAL ASSOCIATION



By: H. Russell Hettinger (SEAL)  
Name: H. Russell Hettinger  
Title: Vice President

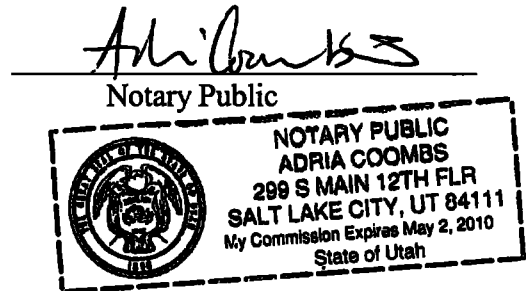
State of Utah, City of Salt Lake, TO WIT:

On this \_\_\_\_\_ day of \_\_\_\_\_, 2008 before me personally appeared H. Russell Hettinger, to me personally known, who being by me duly sworn, says that s/he is the Vice President of WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, that said instrument was signed on behalf of said national association, by authority of its Board of Directors, and that s/he acknowledged that the execution of the foregoing instruments was the free act and deed of said national association.

IN WITNESS WHEREOF I have set my hand and seal.

(SEAL)

My Commission Expires:



**Exhibit A**

**DESCRIPTION OF RELEASED RAILCARS**

Sulfur tank railcars manufactured by Union Tank Car Company bearing road marks and numbers MBLX 80020 through MBLX 80102, both inclusive